



U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed October 14, 2014


United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:

BUFFET PARTNERS, L.P., et al.¹

DEBTORS.

§
§
§
§
§
§
§

CASE NO. 14-30699-11

CHAPTER 11

Jointly Administered

**ORDER GRANTING DEBTORS' MOTION TO AMEND ORDER
(A) APPROVING THE SALE OF SUBSTANTIALLY ALL ASSETS AND
(B) AUTHORIZING THE ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS [DKT NO. 364] TO ALLOW FOR
THE ASSUMPTION AND ASSIGNMENT OF DEBTORS' 401K PLAN**

[Relates to Docket No. 584]

Upon the motion (the "Motion")² of the above-captioned debtors and debtors in possession (the "Debtors") to amend the *Order (A) Approving the Sale of Substantially All Assets and (B) Authorizing the Assumption and Assignment of Certain Executory Contracts* [Dkt. No. 364] (the "Sale Order"), to allow for the assumption and assignment of the Debtors' 401k plan;

¹ The Debtors in these chapter 11 cases are Buffet Partners, L.P. and Buffet G.P., Inc.

² Each capitalized term used, but not otherwise defined herein, shall have the meaning ascribed to such term in the Motion.

the Court having reviewed the Motion and the Amendment No. 3 to Purchase Agreement attached thereto as Exhibit A; the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and (c) notice of the Motion given by the Debtors was sufficient under the circumstances; and the Court being fully advised in the premises and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief herein granted, and after due deliberation and cause appearing therefor, it is **HEREBY ORDERED** that:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to assume and assign the Debtors' 401k Plan to the Purchaser.
3. Paragraph 27 of the Sale Order is deleted, and the provisions of paragraph 27 of the Sale Order are deemed null and void.
4. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
5. The Court shall retain jurisdiction over any matter or dispute arising from or relating to the implementation of this Order.
6. All relief not expressly granted in this order is denied.

END OF ORDER

Prepared and submitted by:

/s/ John E. Mitchell

John E. Mitchell, SBT # 00797095

Rosa A. Shirley, SBT #24056313

BAKER & McKENZIE LLP

Trammell Crow Center

2001 Ross Avenue, Suite 2300

Dallas, Texas 75201

Tel: (214) 978-3000

Fax: (214) 978-3099

Emails: john.mitchell@bakermckenzie.com

rosa.shirley@bakermckenzie.com

ATTORNEYS FOR THE DEBTORS